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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	Chapter 11
DELPHI CORPORATION., <u>et al.</u> ,	Case No. 05-44481 (RDD)
Debtors.	(Jointly Administered)

**NOTICE OF SETTLEMENT AND WITHDRAWAL OF ENTERGY'S
OBJECTION TO UTILITIES MOTION [RE D.I. NO. 575]**

Please take notice that Entergy Mississippi, Inc. ("Entergy"), by its undersigned counsel, respectfully hereby withdraws its Objection [Docket No. 575] to the Debtors' Utilities Motion [Docket No. 41]. Entergy's Objection is being withdrawn as the parties have reach a settlement pursuant to that certain letter agreement dated November 23, 2005. The foregoing letter agreement shall control Entergy's adequate assurance of payment under 11 U.S.C. § 366.

**KLETT ROONEY LIEBER & SCHORLING
A Professional Corporation**

By: /s/ Eric Lopez Schnabel
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Dated: November 23, 2005

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